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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

**BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,**

Debtor.

Adv. Pro. No. 08-1789 (SMB)

SIPA LIQUIDATION

(Substantively Consolidated)

IRVING L. PICARD, Trustee for the Liquidation of
Bernard L. Madoff Investment Securities LLC,

Plaintiff,

Adv. Pro. No. 09-01364 (SMB)

- against -

HSBC BANK PLC, et. al.

Defendants.

**DECLARATION OF TODD E DUFFY IN OPPOSITION TO THE HSBC
MOTION TO DISMISS THE AMENDED CROSS-CLAIMS**

I, Todd E. Duffy, pursuant to 28 U.S.C. § 1746, hereby declare under penalty of perjury as follows:

1. I am a member of the firm DuffyAmedeo LLP, counsel for Alpha Prime Fund Ltd. (“Alpha Prime”) and Senator Fund SPC (“Senator”) (collectively, the “Alpha/Senator Defendants”). I submit this Declaration as a supplement to the Response and Objection of Cross-

Claim Plaintiffs Alpha Prime Fund Limited and Senator Fund SpC to the HSBC Defendants' Motion to Dismiss the Amended Cross-Claims.

2. Annexed hereto as Exhibit A is a true and correct copy of the transcript of the testimony of Christine Coe during the trial in the *United States v. Bonventre, et al.*, 10 Cr. 228 (LTS), Ecf Dkt. No. 880, January 9, 2014.

3. Annexed hereto as Exhibit B is a true and correct copy of page 1 of the letter dated March 15, 2006, from Paul H. Smith to Bernard Madoff.

4. Annexed hereto as Exhibit C is a true and correct copy of a certified translation of a pleading filed by HSSL on December 17, 2013 in the Tribunal d' Arrondissement de Luxembourg.

5. Annexed hereto as Exhibit D is a true and correct copy of a notice of the transfer of the assets of HSSL to HSBC, plc.

6. Annexed hereto as Exhibit E is a true and correct copy of a list of witnesses that Alpha Prime Fund and Senator Fund plan to call to substantiate their allegations in the Cross Claims.

I declare under penalty of perjury that the facts contained in this Declaration are true and I would testify to the same if needed.

Dated: New York, New York
April 8, 2015

/s/ Todd E. Duffy
Todd E. Duffy